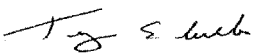



<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. CONTRACT ID CODE	PAGE 1	OF PAGE 2
2. AMENDMENT/MODIFICATION NO. P00013		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO.
6. ISSUED BY Commander, Space and Naval Warfare Systems Command 4301 Pacific Highway San Diego, CA 92110-3127		CODE N00039		7. ADMINISTERED BY (If other than Item 6) Defense Contract Management Agency Virginia 10500 Battleview Parkway Suite 200 Manassas, VA 20109-2362		CODE S2404A
POC: David Bodner 02-N3 (703)685-5552 david.bodner@navy.mil						
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)  Northrop Grumman Information Technology Inc. Defense Enterprise Solution 7575 Colshire Drive McLean, VA 22102				(X)	9A. AMENDMENT OF SOLICITATION NO.	
				<input type="checkbox"/>	9B. DATED (SEE ITEM 11)	
				<input checked="" type="checkbox"/>	10A. MODIFICATION OF CONTRACT/ORDER NO. N00039-02-C-3238	
				<input checked="" type="checkbox"/>	10B. DATED (SEE ITEM 13)  12 September 2002	
CODE 1V4D7		FACILITY CODE				
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>						
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning 1 copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.						
12. ACCOUNTING AND APPROPRIATION DATA (If required) Not applicable						
<b>13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.</b>						
(X)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT/ORDER NO. IN ITEM 10A.					
<input type="checkbox"/>						
<input type="checkbox"/>	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying Office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).					
<input checked="" type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual agreement					
<input type="checkbox"/>	D. OTHER (Specify type of modification and authority)					
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return 1 copies to the issuing office.						
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) This modification is issued to (1) Revise Section H-13 GOVERNMENT PROPERTY FOR THE PERFORMANCE OF THIS CONTRACT, in part; and (2) Incorporate Attachment 14, Government Furnished Property list, as shown on the following pages.						
(see next page)						
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.						
15A. NAME AND TITLE OF SIGNER (Type or print) Troy E. Miller Sr. Contracts Administrator				16. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Ellen H. Polen, CONTRACTING OFFICER Space and Naval Warfare Systems Command		
15B. CONTRACTOR/OFFEROR   (Signature of person authorized to sign)		15C. DATE SIGNED 4/14/04		16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)		16C. DATE SIGNED 4/19/04

**1. Section H-13 GOVERNMENT PROPERTY FOR THE PERFORMANCE OF THIS CONTRACT, paragraph (4), second bullet is replaced to read as follows:**

General-purpose office equipment including desktop computers that contain the standard SPAWAR Information Technology Center Office suite, printers, copy machines, fax machines, utilities, and telephone services within the office space will be provided by the Government. The facilities provided will be only for the work directly in support of the scope of this contract. Because the Government already tracks these facilities, the contractor shall not be responsible for tracking the facilities in this paragraph.

**2. Section H-13 GOVERNMENT PROPERTY FOR THE PERFORMANCE OF THIS CONTRACT, paragraph (4), a third bullet is added to read as follows:**

The items listed in Section J-2, Attachment (14), "Government Furnished Property," are in the contractor's custody. The contractor shall be responsible for tracking these items per FAR 52.245-5 and DFARS 252.245-7001.

**3. In Section J-2, the attached Government Furnished Property List is hereby incorporated as Attachment (14) to the contract.**

**4. All other terms and conditions of this contract remain unchanged and in full force and effect.**

Attachment: Government Furnished Property

Equipment Furnished to Northrop Grumman

		<b>ATTACHMENT A</b>		
	<b>Government Furnished Property</b>			
<b>Contract N00039-C-02-3238</b>				
Description	Serial Number	Property Tag	DIMHRS Tag	Server Name
Compaq Proliant 6400R	D025CJR3K246	N39828M25970	N69250D000105	ITCnDG -NG
Compaq Proliant 6400R	D025CJR3K048	N39828M25971	N69250D000108	ITCnDV - NG
Compaq Proliant DL580R	D230DYV30164		N69250D000097	ITCnDApps1 - NG
Compaq Proliant DL580R	D230DYV3D138		N69250D000099	ITCnDU - NG
Compaq Proliant 6400R	D025CJR3K250	N39828M25973	N69250D000104	ITCnDE - NG